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CALIFORNIA DEPARTMENT OF VETERANS AFFAIRS DISABLED VETERAN BUSINESS ENTERPRISE (DVBE) ADVISORY COUNCIL

OPERATING GUIDELINES 2005

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PREAMBLE

The purpose of the Disabled Veteran Business Enterprise (DVBE) Advisory Council is to establish a forum for the DVBE community to provide advice, recommendations, and feedback on State of California policies and practices that affect disabled veteran business utilization and participation in State agency contracting. The role of the Council is advisory only.

All meetings shall be conducted in compliance with the Bagley-Keene Open Meeting Act. The public, Small Business and DVBE Advocates, and businesses are welcome to attend.

ARTICLE I. -- NAME

The name of this organization is the "Disabled Veteran Business Enterprise (DVBE) Advisory Council", hereinafter referred to as the "Council".

ARTICLE II. -- DEFINITIONS

- A. The "Department", "CDVA", and "Veterans Affairs" mean the California Department of Veterans Affairs.
- B. "DGS" and "General Services" mean the California Department of General Services
- C. The "Council Co-Chair VSD" and "Co-Chair VSD" mean the Council Co-Chair Veteran Services Division.
- D. The "Council Co-Chairs" means the Council Co-Chair VSD and Council Co-Chair DVBE.

ARTICLE III. -- MEMBERSHIP

A. Governance

- 1. The Council governance shall be comprised of two co-Chairs, ex-officio representative(s) from DGS and members from the DVBE community. DVBE members to the Council may have one "primary" member and one "alternate" member.
- 2. The Council shall be jointly co-chaired by the Council Co-Chair VSD and the Co-Chair DVBE. The Co-Chair DVBE is an elected representative from the council members. The Council Co-chair VSD shall be the Statewide DVBE advocate appointed by the Secretary of CDVA (normally the Chief, Veterans Services Division) or any other person duly appointed by the Secretary of CDVA.
- 3. The Chief, Office of Small Business/DVBE Services of the Department of General Services, shall be a non-voting, ex officio member of the Council.
- 4. Committees. The Co-Chairs may establish standing committees and ad hoc committees and subcommittees thereof, as they deem appropriate to carry out the purpose of the Council. Committees shall consist of DVBE members (primary and alternate) and may, at the discretion of the Co-Chair VSD, include other persons who are not members of the Council.

B. Criteria for Membership

1. Applicants must be certified DVBEs organized under the laws of California, represent a constituent group and must possess an interest in improving the DVBE program.
2. Applicants must submit a written request to become a member of the CDVA DVBE Advisory Council (including the name of the person nominated to be the primary member and the name of the person nominated to be the alternate member) to the Council Co-Chair VSD. Applicants should include a resume of their experience in business and specifically in the DVBE program. The resume should include information on the organization they represent and include the name, purpose, locality/region served, number of California certified DVBE members, executive board member names, and any other information to assist the Council in determining that membership will support these requirements.
3. Requests for membership on the CDVA DVBE Advisory Council will be reviewed and approved/denied by the Council Co-Chair VSD who will then nominate members that represent a DVBE organization or any other entity that facilitates a broad representation of DVBE interests to the Council. The Council Co-Chair VSD shall respond in writing to all requests for membership. The Council Co-Chair VSD shall submit all nominees for Council membership to the Council for their approval. Council members who are individual business representatives with no constituent group at the time of the adoption of these Guidelines, may retain their seats.
4. The Council Co-Chair VSD will evaluate Council membership every two years in an effort to maintain a balance of DVBE representation. At that time, consideration will be given to applicants that have not previously been a part of the Council and represent a statewide or regional group. A waiting list will be established for that purpose.
5. Membership of the Council shall be limited to twenty primary members, excluding the Council Co-Chair VSD and the DGS representative(s).
6. Current members may be requested to periodically provide biographical information for the purpose of educating the DVBE community and the general public.

C. Terminating Membership

1. DVBE members serve as Council advisors at the pleasure of the CDVA.
2. Any DVBE member shall also be subject to loss or cancellation of membership for any of the following causes:
 - a. Loss of the Department of General Services DVBE Certification.
 - b. Three consecutive absences of primary member or alternate member at regularly scheduled meetings.

ARTICLE IV. -- ROLE OF COUNCIL MEMBERS

- A. The basic role of the DVBE primary/alternate members is to provide input and feedback in an **advisory capacity on the State contracting process, policies and practices that affect or impact DVBE utilization and participation in State agency contracts and projects.**

- B. It is the responsibility of the primary/alternate members to advise their organizations' membership of issues and/or concerns addressed by the Council and to bring forward issues and recommendations from their constituency.
- C. **Members must strive to represent their constituent groups and seek to recommend action to benefit the program as a whole. They must not act to personally benefit their individual firm to the detriment of the program.**

ARTICLE V. -- VOTING RIGHTS

- A. The Council Co-Chairs presiding over a matter that is being voted upon shall not vote except to break a tie.
- B. The right to vote on issues before the Council is limited to primary/alternate members. The primary member will cast one vote for his/her member association. The alternate member is allowed to cast one vote only when the primary member is absent.
- C. Motions shall be voted upon by council members and shall be set forth as **recommendations** to the Department and are made in an **advisory** capacity only.

ARTICLE VI. -- REIMBURSEMENT

- A. CDVA may reimburse council members for their travel expenses; however, reimbursement of travel expenses for attending DVBE Advisory Council meetings shall only be made to an alternate member if the primary member does not attend. In the event that a DVBE member intends to seek reimbursement, the request shall be made at least one week prior to attendance at a meeting in order for CDVA to determine resource availability.
- B. The Council primary or alternate members shall be reimbursed in accordance with Department of Personnel Administration travel rules, policies, and procedures, provided funds are available for this purpose.

ARTICLE VII. -- OPERATING PROCEDURES

- A. As a public entity, the Council shall comply with the provisions of the Bagley-Keene Open Meeting Act. (Government Code Sections 11120-11132),
- B. The Council may meet in executive session, as determined by the Co-Chair VSD, during which any person who is not an authorized member of the Council may be properly excluded from attendance. Executive session may be used for discussing sensitive issues including but not limited to personnel matters, including recommending termination of a member's participation on the Council, litigation, etc.
- C. The Council meetings shall be conducted in accordance with Robert's Rules of Order. The Council Co-Chair VSD shall be responsible for rulings on matters of procedure. The Council Co-Chair VSD may designate a member or guest to serve as a Parliamentarian and provide advice on procedural matters.
- D. Questions as to the meaning and interpretation of the Guidelines shall be the responsibility of the Council Co-Chair VSD.
- E. **Primary members, or alternate members, on the Council shall not represent themselves as speaking or acting on behalf of the Council or the Department, without written approval of the Council Co-Chair VSD or the Secretary, California Department of Veterans Affairs.**

F. Council Co-Chair VSD

The Council Co-Chair VSD shall be ex officio member of all Committees and Subcommittees. A designee from CDVA may be selected to act in the absence of the Co-Chair VSD.

G. Council Co-Chair DVBE

1. Subject to the approval of the Council Co-Chair VSD, the Council shall elect a Council Co-Chair DVBE from the DVBE Advisory Council primary members.
2. The Council Co-Chair DVBE shall assist the Council Co-Chair VSD in accordance with the Operating Guidelines.
3. Council Co-Chair DVBE shall serve a term of two years and shall not serve more than two consecutive terms.

H. The Council Co-Chair VSD and Council Co-Chair DVBE shall jointly preside over all meetings of the Council. The Co-Chairs shall determine between themselves, which person shall establish meeting agendas, distribution of meeting minutes and other administrative duties of the Council.

I. Chair/Vice Chair of Committees

1. Each committee and subcommittee established by the Council shall elect a Chair and Vice-Chair, whose selection shall be subject to the approval of the Co-Chair VSD.
2. Only primary Council members are eligible to serve as Chair or Vice Chair of Committees.
3. At the last scheduled Council meeting of the calendar year (the "election meeting"), Committees shall conduct elections for Committee Chair and Committee Vice Chair. Prior to the election meeting, the current Chair of each Committee shall first solicit nominations of Council members interested and willing to serve as Committee Chair and Committee Vice Chair. Nominations shall be closed at the election meeting.
4. Committee chairs and vice chairs shall serve a term that shall be effective January 1 through December 31 of each calendar year. The Chair and Vice Chair of Committees shall serve a minimum of one year, and may not serve longer than two consecutive years in any one position. A Chair or Vice Chair may be re-elected to serve in a position they previously held if at least one year has elapsed from the term of their prior service.
5. Committee Chairs shall not vote on Committee issues except to break a tie. Committee Vice Chairs, when acting as Chair, shall not vote on Committee issues except to break a tie.

J. Standing Committees

The Council shall use the following Standing Committees:

1. Legislation Committee. Focus: Make recommendations on legislation that impacts the DVBE program. Committee activities shall not include any lobbying activity on behalf of the Council.
2. Procurement Committee. Focus: Enhancing DVBE participation in State and Local Government procurements and contracts. This includes participating in the development or revision of DVBE forms used in the contracting process. The DGS Chief, Small Business and DVBE Services (or designee) shall be an ex-officio member of the committee.

3. State Agency Committee. Focus: State Agency processes that impact DVBE participation.
4. Outreach Committee. Focus: To meet with Agency Secretaries and SB/DVBE Advocates, to expand the pool of DVBEs, to improve DVBE training programs, and to develop/recommend material to educate the public on the goals of the program.
5. Membership of Standing Committees shall be limited to a maximum of six Council members. This does not exclude participation by others as a guest or visitor. Council members should serve on only one Standing Committee at a time. Members of Standing Committees are to be approved by the Council Co-Chair VSD. Recommendations to add Committee members must be submitted in writing and approved by the Council Co-Chair VSD.

K. Special (or Ad Hoc) Committees and Subcommittees

1. The Council Co-Chair VSD may appoint special (or Ad Hoc) Committees, including the specified lifetime, as necessary.
2. The Council Co-Chair VSD shall solicit volunteers from the Council membership to sit on special committees. Members of Special Committees shall nominate and select the Chair/Vice-Chair as the first order of business.
3. Recommendations to form new subcommittees and appointment of Subcommittee Chairs must be approved by the Council Co-Chair VSD.

ARTICLE VIII. -- QUORUM

- A. A quorum of the Council shall consist of one-third of the voting members or their alternates.
- B. A quorum for a Committee shall consist of one-third of the Committee members, excluding the Committee Chair and Committee Vice Chair.
- C. Members shall participate in meetings in person or if necessary to achieve a quorum, may be represented telephonically, at the discretion of the Co-Chair VSD.

ARTICLE IX. -- MEETING DATES

The Council will normally met on a semi-monthly basis. Specific meeting dates will be determined prior to each meeting, and provided to all Council members. The Council Co-Chair VSD retains authority to change meeting dates when necessary, subject to the notification requirements of the Bagley-Keene Open Meeting Act.

ARTICLE X. -- MINUTES

- A. The Council Co-Chair VSD shall provide for minute taking at all Council meetings.
- B. The Council Co-Chair VSD shall provide access to Council meeting minutes to members prior to each Council meeting and as required by the Bagley Keene Act. This includes furnishing minutes electronically by e-mail or posting draft minutes on a website maintained by CDVA and notifying members of their availability. Draft minutes are superseded by the approved minutes and draft minutes shall not be maintained on the website.

- C. Approval of the minutes from the previous Council meeting shall be a regular agenda item. The minutes shall not be official until approved by the Council and signed by the Council Co-Chair VSD.
- D. Approved minutes shall be posted on the CDVA website and maintained for at least one year from the date of publication. Copies of the minutes shall be retained in physical form as determined by law and CDVA's established records retention policies.

ARTICLE XI. -- COUNCIL AGENDA

The Council Co-Chair VSD, in consultation with the Co-Chair DVBE, shall develop Council agendas in advance of each Council meeting as required by the Bagley-Keene Open Meeting Act. Any unfinished business, including motions that were tabled, will be automatically carried forward to the next meeting agenda unless other decisions are made at the Council meeting.

ARTICLE XII. -- COMMITTEE AGENDA

Standing Committee Chairs shall solicit agenda items from Committee members and submit all agenda items in writing to the Council Co-Chair VSD no later than seven (7) calendar days prior to the scheduled standing Committee meeting.